

EXHIBIT C

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF MISSOURI
EASTERN DIVISION**

NESTLÉ PURINA PETCARE COMPANY,)	
)	
Plaintiff,)	
)	
v.)	Case No. 4:14-cv-00859-RWS
)	
THE BLUE BUFFALO COMPANY LTD.,)	JURY TRIAL DEMANDED
)	
Defendant.)	

DECLARATION OF KRISTINA M. PORTNER

I, Kristina M. Portner, hereby declare as follows:

1. I am an attorney with the law firm Mayer Brown LLP, counsel for Nestlé Purina PetCare Company (“Purina”) in the above-captioned case. I am familiar with the facts set forth below.

2. On August 28th, 2014, Purina served a subpoena on Diversified Ingredients. On November 3, 2014, 67 days after it received Purina’s subpoena, Diversified Ingredients produced 44,700 pages of documents.

3. On or around October 16, 2014, Blue Buffalo Company Ltd. (“Blue Buffalo”) served a subpoena on Diversified Ingredients. On November 21, 2014, approximately 36 days after it received Blue Buffalo’s subpoena, Diversified Ingredients produced an additional 3,716 pages of documents.

4. On August 8, 2014, Purina served a subpoena on Wilbur-Ellis Company (“Wilbur-Ellis”). On September 23, 2014, 46 days after it received Purina’s subpoena, Wilbur-Ellis produced 1,936 pages of documents. On September 26, 2014, 49 days after it received Purina’s subpoena, Wilbur-Ellis produced an additional 2,559 pages of documents. On

November 20, 2014, 73 days after it received Purina' subpoena, Wilbur-Ellis produced an additional 199 pages of documents.

5. Blue Buffalo has produced 29,642 pages of documents since Purina served its First Set of Requests for Production of Documents and Things to Blue Buffalo on July 3, 2014.

6. On July 22, 2014, Blue Buffalo identified six Blue Buffalo employees likely to have discoverable information in its Rule 26(a)(1) Initial Disclosures:

- Michael Anazia, Director of Corporate Design and Quality Assurance;
- Leonard Brennan, Procurement Manager;
- Deborah Carter, Director of Quality Control;
- Nolar Frantz, Manager of Dry Products;
- Keith Savage, Vice President of Product Supply; and
- Ryan Yamka, Senior Vice President of Research and Development.

Five of these individuals — Michael Anazia, Deborah Carter, Nolar Frantz, Keith Savage, and Ryan Yamka — have not been identified as the custodian for a single document that Blue Buffalo has produced.

7. On October 3, 2014, Blue Buffalo identified six employees as the individuals primarily responsible for the creative content of Blue Buffalo's advertising and marketing in its Objections and Responses to Plaintiff's First Set of Interrogatories:

- Bill Bishop,
- Billy Bishop,
- Joyce Novotny,
- Daniel Sylvester,
- Chris Bishop, and

- Thomas Morton.

None of these individuals have been identified as the custodian for a single document that Blue Buffalo has produced.

8. Attached hereto as Exhibit 1 is a true and accurate copy of a letter from Richard Assmus to Adeel Mangi, dated December 1, 2014, regarding Blue Buffalo's failure to produce documents in compliance with the Court's October 23, 2014 Order (Dkt. 98) granting in part Purina's Motion to Compel.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on December 3, 2014.



Kristina M. Portner

EXHIBIT 1

MAYER • BROWN

Mayer Brown LLP
71 South Wacker Drive
Chicago, Illinois 60606-4637

Main Tel +1 312 782 0600
Main Fax +1 312 701 7711
www.mayerbrown.com

Richard M. Assmus
Direct Tel +1 312 701 8623
Direct Fax +1 312 706 9125
rassmus@mayerbrown.com

December 1, 2014

Adeel A. Mangi
Patterson Belknap Webb & Tyler LLP
1133 Avenue of the Americas
New York, NY 10036-6710

Re: Nestlé Purina PetCare Co. v. Blue Buffalo Co. Ltd.,
Case No. 4:14-cv-00859 (RWS)

Dear Adeel:

We write regarding Blue Buffalo's November 13, 2014 production of documents. The Court granted Nestlé Purina's Motion to Compel in part and ordered Blue Buffalo to produce any compelled documents no later than November 13, 2014. *See* Order Granting In Part Pl.'s Mot. To Compel, Oct. 23, 2014; ECF No. 98 (hereinafter "Order"); Mot. Hr'g Tr., Oct. 22, 2014 (hereinafter "Tr."). In particular, Blue Buffalo was ordered to produce (1) documents related to payments between Blue Buffalo's ingredient buyer and Blue Buffalo's ingredient brokers and suppliers, Tr. 57; (2) documents sufficient to show Blue Buffalo's three largest shareholders, Tr. 68-69; (3) strategic plans that relate to or reference Nestlé Purina's premium products, Tr. 71-73; and (4) documents sufficient to show the nutrient profile of LifeSource Bits, Tr. 89. Blue Buffalo's production was deficient in numerous respects.

First, Blue Buffalo did not produce a single document related to payments between Blue Buffalo's ingredient buyer and Blue Buffalo's ingredient brokers and suppliers. Please confirm that you have searched for and located no such documents. If such documents exist, please produce the documents immediately as the November 13, 2014 deadline established in the Order has passed and Blue Buffalo did not seek an extension of the Court ordered deadline.

Second, Blue Buffalo produced only two documents that relate to or reference Nestlé Purina. Please confirm that this is the full set of strategy plans that relate to or reference Nestlé Purina's premium products. If any additional strategy plans exist that relate to or reference Nestlé Purina's premium products, please produce the documents immediately.

Moreover, Nestlé Purina objects to Blue Buffalo's mass redaction of seventeen documents. As just one example, all but three pages of the one hundred twenty-one pages of the document bates labeled BB000026980 were redacted. These unwarranted redactions make it impossible to determine the context from the limited information contained in the three pages that were produced. In addition, Blue Buffalo withheld in full all pages of forty-five documents. Nestlé Purina requests that the redaction log for the documents in this production be provided within one week.

Adeel A. Mangi
December 1, 2014
Page 2

Third, Blue Buffalo did not produce documents sufficient to show the nutrient profile for the LifeSource Bits. Please produce the documents immediately.

Fourth, documents bates labeled BB000028125 through BB000028162 contain illegible text. Please provide legible replacement images within one week.

Finally, we have so far received very limited production of e-mails, many of which are highly relevant based on the production of Blue Buffalo e-mails from third party subpoena recipients. Please let us know when Blue Buffalo will be in a position to commence producing emails.

Please respond at your earliest convenience.

Sincerely,

A handwritten signature in dark ink, appearing to read "Richard M. Assmus", written in a cursive style.

Richard M. Assmus

cc: Carmine Zarlenga
David Roodman